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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
CELSIUS NETWORK LLC, <i>et al.</i> , ¹)	Case No. 22-10964 (MG)
)	
Debtors.)	(Jointly Administered)
)	

**SUPPLEMENTAL DECLARATION OF
CHRISTOPHER FERRARO IN SUPPORT OF
ENTRY OF AN ORDER (I) AUTHORIZING THE CONVERSION
OF BITMAIN CREDITS INTO MINING RIGS AND ASSIGNMENT OF
RIGHTS IN SUCH MINING RIGS, AND (II) GRANTING RELATED RELIEF**

I, Christopher Ferraro, hereby declare under penalty of perjury that the following is true and correct to the best of my knowledge, information, and belief:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 Ltd. (1209); GK8 UK Limited (0893); and GK8 USA LLC (9450). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

1. On February 9, 2023, I submitted the *Declaration of Christopher Ferraro, Interim Chief Executive Officer, Chief Restructuring Officer, and Chief Financial Officer of the Debtors, in Support of the Debtors' Motion Seeking Entry of an Order (I) Authorizing (A) the Sale of Bitmain Coupons and (B) the Conversion of Bitmain Credits Into Mining Rigs and Assignments of Rights in Such Mining Rigs, and (II) Granting Related Relief* [Docket No. 2023] in support of the Debtors' Motion Seeking Entry of an Order (I) Authorizing (A) the Sale of Bitmain Coupons and (B) the Conversion of Bitmain Credits Into Mining Rigs and Assignment of Rights in Such Mining Rigs, and (II) Granting Related Relief [Docket No. 2022] (the "Motion").² I submit this Supplemental Declaration in further support of entry of an order authorizing the Bitmain Credit Monetization process.

The Bitmain Credit Monetization Process

2. The Debtors intend to monetize the Bitmain Credits in a manner that minimizes risk to their estates. Specifically, before entering an agreement with a third-party purchaser (a "Third-Party Purchaser") to assign the Debtors' rights under any purchase order for Mining Rigs from Bitmain (a "Bitmain Purchase Order"), the Debtors, consistent with past practice, intend to seek authorization from Bitmain of such assignment. The Debtors also intend to request that Bitmain agree to deliver the Mining Rigs directly to the Third-Party Purchaser in furtherance of any assignment.

3. After receiving authorization from Bitmain, the Debtors will enter into an agreement (the "Assignment Agreement") with a Third-Party Purchaser whereby the Debtors will assign their rights under the Bitmain Purchase Order to such Third-Party Purchaser in exchange for cash consideration. As part of the Assignment Agreement, consistent with past practice, the

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

Debtors will request that the Third-Party Purchaser transfer the full amount of the purchase price prior to the Debtors placing a Bitmain Purchase Order, which the Debtors will hold in escrow. After receiving the full purchase price, the Debtors will then execute the Bitmain Purchase Order with Bitmain and, simultaneously, Bitmain, Celsius Mining LLC, and the Third-Party Purchaser would enter into a form purchase transfer agreement (provided by Bitmain) to assign the Bitmain Purchase Order.

4. I believe that this process sufficiently insulates the Debtors from any potential risk given that the Debtors will hold in escrow the purchase price amount for the Mining Rigs before placing a purchase order with Bitmain.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: February 22, 2023

/s/ Christopher Ferraro

Name: Christopher Ferraro

Title: Interim Chief Executive Officer, Chief
Restructuring Officer, and Chief Financial
Officer of Debtor Celsius Network LLC